

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

SEAFARERS PENSION PLAN,)	
derivatively on behalf of THE BOEING)	
COMPANY,)	DOCKET NO. 1:19-cv-08095
)	
Plaintiff,)	
v.)	
)	
ROBERT A. BRADWAY, <i>et al.</i> ,)	
)	
Defendants,)	
and)	
)	
THE BOEING COMPANY,)	
)	
Nominal Defendant.)	

FEE AND EXPENSE ORDER

WHEREAS, on December 14, 2022, a hearing having been held before this Court to determine, among other matters, whether and in what amount to award Plaintiff's Counsel attorneys' fees and reimbursement of expenses and costs (the "Fee and Expense Award") in connection with their participation and efforts in the prosecution of: (1) the above-referenced action (the "Federal Action"), (2) related books and records requests, and (3) *Seafarers Pension Plan v. Bradway, et al.*, C.A. No. 2020-0556-MTZ (the "Delaware Action"); and whether and in what amount to grant Plaintiff's application for an award (the "Service Award") in recognition of its participation and efforts in these matters;

WHEREAS, notice of the hearing and terms of the Stipulation of Settlement (the "Stipulation") filed with this Court August 10, 2022, including the terms of the settlement and resolution of this Federal Action (the "Federal Settlement"), has been provided to

stockholders of Nominal Defendant The Boeing Company (“Boeing”) pursuant to and in the manner directed by the Court; and

WHEREAS, the Court having reviewed and considered all of the papers filed and proceedings had in this matter and otherwise being fully informed reviewed and considered the Stipulation, all papers filed and proceedings held in connection with the Federal Settlement, and all oral and written comments regarding the proposed Federal Settlement, and with good cause appearing therefor;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED, this 14th day of December 2022, as follows:

1. The Court has jurisdiction over this Federal Action, and all matters relating to the Federal Settlement, as well as personal jurisdiction over all parties as relates to this Federal Action and the Federal Settlement only.

2. Plaintiff’s Counsel are hereby awarded attorneys’ fees and payment of expenses in the amount of \$4.25 million, as a Fee and Expense Award in connection with their participation and efforts in the prosecution of the Federal Action, related books and records requests, and the Delaware Action, which sums the Court finds to be fair and reasonable. The amount of the allocation of fees and expenses to its Delaware co-counsel from the Fee and Expense Award shall be at Plaintiff’s Counsel’s discretion.

3. Plaintiff is awarded a Service Award of \$15,000 in recognition of its participation and efforts in the prosecution of the Federal Action, related books and records requests, and the Delaware Action.

4. The Fee and Expense Award and Service Award set forth in this order shall be paid solely out of the \$6.25 million Monetary Settlement Amount to be paid by Boeing’s directors and

officers liability Insurers to Boeing in connection with the Federal Settlement pursuant to the Stipulation. No Defendant, including Boeing, shall have any additional responsibility to pay any portion of the Fee and Expense Award and Service Award.

5. In the event that the Federal Settlement fails to become Final, or the Effective Date of the Federal Settlement otherwise fails to occur, as those terms are defined in the Stipulation, this Order shall be rendered null and void in the manner set forth in the Stipulation.

6. There is no just reason for delay in the entry of this Order, and immediate entry by the Clerk of the Court is expressly directed.

IT IS SO ORDERED.

DATED: December 14, 2022

A handwritten signature in black ink, appearing to read "Leinenweber", is written above a horizontal line.

THE HONORABLE HARRY D. LEINENWEBER
UNITED STATES DISTRICT JUDGE